

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

AUTHORS GUILD, DAVID BALDACCI, MARY BLY, MICHAEL CONNELLY, SYLVIA DAY, JONATHAN FRANZEN, JOHN GRISHAM, ELIN HILDERBRAND, CHRISTINA BAKER KLINE, MAYA SHANBHAG LANG, VICTOR LAVALLE, GEORGE R.R. MARTIN, JODI PICOULT, DOUGLAS PRESTON, ROXANA ROBINSON, GEORGE SAUNDERS, SCOTT TUROW, and RACHEL VAIL, individually and on behalf of others similarly situated,

Plaintiffs,

v.

OPENAI INC., OPENAI LP, OPENAI LLC, OPENAI GP LLC, OPENAI OPCO LLC, OPENAI GLOBAL LLC, OAI CORPORATION LLC, OPENAI HOLDINGS LLC, OPENAI STARTUP FUND I LP, OPENAI STARTUP FUND GP I LLC, and OPENAI STARTUP FUND MANAGEMENT LLC,

Defendants.

JONATHAN ALTER, KAI BIRD, TAYLOR BRANCH, RICH COHEN, EUGENE LINDEN, DANIEL OKRENT, JULIAN SANCTON, HAMPTON SIDES, STACY SCHIFF, JAMES SHAPIRO, JIA TOLENTINO, and SIMON WINCHESTER, on behalf of themselves and all others similarly situated,

Plaintiffs,

v.

OPENAI, INC., OPENAI GP, LLC, OPENAI, LLC, OPENAI OPCO LLC, OPENAI GLOBAL LCC, OAI CORPORATION, LLC, OPENAI HOLDINGS, LLC, and MICROSOFT CORPORATION,

Defendants.

No. 1:23-cv-08292-SHS-OTW
No. 1:23-cv-10211-SHS-OTW
No. 1:24-cv-00084-SHS-OTW

**DECLARATION OF JOSEPH C.
GRATZ IN SUPPORT OF
MOTION TO WITHDRAW
ALLYSON R. BENNETT AS
COUNSEL**

NICHOLAS A. BASBANES and NICHOLAS NGAGOYEANS (professionally known as Nicholas Gage), individually and on behalf of all others similarly situated,

Plaintiffs,

v.

MICROSOFT CORPORATION, OPENAI, INC., OPENAI GP, LLC, OPENAI HOLDINGS, LLC, OAI CORPORATION, LLC, OPENAI GLOBAL, LLC, OPENAI, LLC, and OPENAI OPCO LLC,

Defendants.

I, Joseph C. Gratz, declare:

1. I am an attorney admitted to practice before this Court. I am an attorney at Morrison & Foerster LLP, attorneys of record for Defendants OpenAI Inc., OpenAI OpCo LLC, OpenAI GP LLC, OpenAI LLC, OpenAI Global LLC, OAI Corporation LLC, OpenAI Holdings LLC, OpenAI Startup Fund I LP, OpenAI Startup Fund GP I LLC, and OpenAI Startup Fund Management LLC (collectively, “Defendants”) in the above-captioned action.

2. I submit this declaration in support of the motion for an order pursuant to Local Rule 1.4 of the United States Courts for the Southern District of New York, relieving Allyson R. Bennett as counsel of record for Defendants.

3. Allyson R. Bennett is no longer associated with Morrison & Foerster LLP.

4. All other previously appearing attorneys from Morrison & Foerster LLP, will continue to serve as counsel of record for Defendants.

5. As required by Local Civil Rule 1.4, Allyson R. Bennett will not be asserting any type of retaining or charging lien over the file.

6. No prior request for relief sought herein has been made.

I declare under penalty of perjury that the foregoing is true and correct. Executed in San Francisco, California on September 20, 2024.

/s/ Joseph C. Gratz
JOSEPH C. GRATZ